

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
Richmond Division

In re: )  
 )  
CIRCUIT CITY STORES, INC., et al., ) Case No. 08-35653-KRH  
 ) Chapter 11  
Debtors. ) (Jointly Administered)

**JOINDER OF BASILE LIMITED LIABILITY COMPANY TO  
LIMITED OBJECTIONS OF INLAND SOUTHWEST MANAGEMENT, LLC  
AND POLARIS CIRCUIT CITY, LLC TO DEBTORS' MOTION FOR INTERIM  
AND FINAL ORDERS PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363 AND 364  
AND FEDERAL RULES OF BANKRUPTCY PROCEDURE 2002 AND 4001  
(I) AUTHORIZING DEBTORS (A) TO OBTAIN POSTPETITION FINANCING  
AND (B) TO UTILIZE CASH COLLATERAL; (II) GRANTING ADEQUATE  
PROTECTION; AND (III) SCHEDULING INTERIM AND FINAL HEARINGS**

Basile Limited Liability Company hereby joins in the Limited Objections of Inland Southwest Management, LLC and Polaris Circuit City, LLC to Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 and Federal Rules of Bankruptcy Procedure 2002 and 4001 (I) Authorizing Debtors (A) to Obtain Postpetition Financing and (B) to Utilize Cash Collateral; (II) Granting Adequate Protection; and (III) Scheduling Interim and Final Hearings, and in any other objection consistent therewith.

WHEREFORE, Basile Limited Liability Company respectfully requests that the Court (1) deny approval of the Motion unless and until it is modified as requested; and (2) granting such further relief as the Court deems just.

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Dated: December 1, 2008

BASILE LIMITED LIABILITY COMPANY

By: /s/ Michael P. Falzone  
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**CERTIFICATE OF SERVICE**

I hereby certify that on the 1<sup>st</sup> day of December, 2008, I caused a copy of the foregoing to be served by electronic means on the "2002" and "Core" lists and through the ECF system.

/s/ Michael P. Falzone  
Michael P. Falzone

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